

Co-operative Federation of Victoria Ltd

Minutes of Board of Directors meeting held at Co-operative Purchasing Services Ltd, Thursday, 17 August 2000 at 10.30 am.

Present: D. Griffiths (Chair), J. Luckman, N. Black and G. Charles (Executive Officer)

Apologies: M. Boyce, V. Hughes, Val Ogier, R. Stone

The Chairman said that the meeting would have to proceed without a quorum and the minutes circulated with resolutions for ratification by the board under Section 216 Transaction of Business Outside Meetings.

Minutes

Resolved that the minutes of the board meeting held on 15 June 2000 be confirmed as a true and accurate record of that meeting and duly signed by the Chair.

Membership Status Report for 1999-2000

The Executive Officer reported that the following co-operatives had renewed their 1999-2000 membership since the last Board meeting

Carlton Rental Housing Co-operative
Euroa Co-operative Society
Genetics Australia
Northern Herd Development
YCW Co-operative Society Ltd.

It was agreed that the Executive Officer would make follow-up telephone calls to Ballarat Taxis, Lakes Entrance Fisherman's and Moorabbin Housing Co-operative.

It was also agreed that the Executive Officer would update the list of co-operative members who had not renewed their membership subscription for 1999-2000.

Membership Subscriptions 2000-01

The Executive Officer reported that the membership renewal notice had been sent to all members on 24 July 2000 and that the following members had renewed their membership:

Amalgamated Taxi's Wodonga
Wathaurong Aboriginal Co-op
Northcote Rental Housing
Urban Camp Co-op Melbourne

North East Victorian Forest Growers

He also reported that in advance of the discount offer the following co-operatives had already renewed their membership:

Co-operative Energy Ltd
Southern Energy Co-operative Ltd

It was also noted that the following new members had also paid their subscription for 2000-01:

Avoca District Co-operative
North East Telecommunications Co-operative
Skills Net Assoc. Co-op Ltd
SouthEast Housing Co-operative Ltd

It was agreed that if further subscriptions had been received by the completion of the minutes for circulation to the board an updated list of 2000-01 subscribers would be circulated with the minutes.

Co-operative Development

The Executive Officer reported on a meeting with a Senior Advisor from Agriculture on 19 June 2000 and a subsequent letter of 26 July 2000 from the Adviser inviting a submission on an agriculture specific initiative.

The EO also tabled a letter of 25 July 2000 to the Chairman with the following comment: "You can be assured that the Government recognises the important role the co-operative sector plays in Victoria."

It was agreed to follow-up the agriculture- specific initiative and to also write to the Premier enclosing and seeking support for the Co-operative Development Proposal.

Legal Service

The EO reported on a discussion with Ian Brooks. of Gray, Friend & Long, on 14 June 2000 and tabled a letter from Gray, Friend & Long dated 27 June 2000. The letters comments include the following: "I would as discussed, be prepared to, on a trial basis, deal with initial consultations from your members on a first interview free basis. I would envisage that such consultations would take no more than 15 minutes. Thereafter our charge out rate would be \$120.00 per hour. I would also be prepared to discuss members queries with you on a fee declined basis."

Resolved to use the services of Gray, Friend & Long on a trial basis with referral of members seeking legal advice but without promotion and recommendation, that members who used Gray, Friend & Long would be consulted on their usage and

that this and the Federation's own experience would be a basis for reviewing the trial relationship as soon as possible.

Insurance

The Chairman reported that he and the Executive Officer had met with CPS and JLT and that JLT had reported it would be possible to offer members of the Federation a discount not available to non-members.

Co-operation Awards

It was noted that the Co-operation Awards for 2000 had been announced in the July/August issue of the Victorian Co-operative News.

The Chairman also reported that the EO had found an application for the last Awards that had not been forwarded to the Co-operation Awards Committee.

There was a brief discussion on the future of the Awards – including the low number of nominations, limited publicity for the Awards, spreading the separate Awards over a number of years, changing from an annual award to every two or three years and the absence of independent sponsorship instead of Co-operative Energy Ltd.

It was agreed there was a need to review the Awards with a recommendation on their future.

Resolved to list the Co-operation Awards for discussion at the first board meeting following the year 2000 Annual General Meeting .

Co-operative Purchasing Services Ltd (CPS)

The Chairman reported that at its AGM this year CPS was proposing to introduce an annual subscription of \$350 and that the Federation could, then, be required to pay this or a discount of approximately \$275.

He noted that the level of purchasing through CPS, yet alone the savings obtainable, was insufficient to compensate for the annual subscription payment and could not be justified on a cost-effective basis.

The Chairman noted that CPS was a valuable member of the Federation through joint sponsorship of the 1999 Federation dinner, attendance at AGM's and workshops and allowing use of the co-operative's premises for board meetings without charge. He also noted that Val Ogier was the board's delegate to CPS and Chair of CPS.

Annual General Meeting

There was a discussion of the AGM, the Future Directions Workshop and the Rule Change concerning the number of directors required for the Federation Board and their terms of office .

It was noted that the AGM could not now be held on 1 September 2000 as originally planned.

The EO reported that the Registry had approved the Rule change. He said that the Rule change would enable a director to serve a three year term without having to re-stand during this period.

The EO reported that he had asked three directors whose term expired whether or not they intended to re-stand: Malcolm Boyce, Vern Hughes and Ron Stone. He reported that the directors had been asked to respond by 16 August 2000 and that Vern Hughes had told him that he would not re-stand and Malcolm Boyce had indicated his intention to re-nominate .

It was noted that if the Rule change was approved and the AGM agreed to the appointment of an independent director, there would be three positions to be filled at the AGM with two directors re-nominating.

The EO advised that he expected to receive the audit within a week:

Resolved to circulate the audit to directors as soon as available with directors given the option of requesting a meeting to discuss the audit.

It was resolved as follows:

The AGM would now be held on 19 October 2000 at the RACV Club pending availability.

That the board would recommend to the AGM the appointment of Mr. Chris Greenwood as an independent director.

That a Special General Meeting would be convened to consider the Rule change so that it would take effect from the AGM.

The Executive Officer would approach possible speakers for the workshop – Gerry Peacock, Garry Cronan and Don Kinnersley.

The day's program would comprise as follows:

1.0 pm – 4.15 pm Future Directions Workshop
5.0 pm 5.30 pm Special General Meeting
6.0 pm 6.45 pm AGM
7.0 pm Dinner

The Executive Offer reported that for the Future Directions Workshop R. Wilkins had secured the services of a potential facilitator for a fee of \$300.

New Members and Delegates

Resolved to accept the following two new members for membership and allocate shares accordingly:

Skills Net Assoc. Co-op Ltd
South East Housing Co-operative Ltd

Resolved that Shirley Faram be appointed a delegate for SouthEast Housing Co-operative.

The Co-operative Dairy Industry

Neil Black tabled a draft document on the co-operative dairy industry.

The directors discussed the statement and agreed that it was important for the Federation to exercise leadership in taking an initiative on the co-operative dairy industry.

It was noted that there was a risk that the initiative could offend dairy co-operative members but that the need for leadership outweighed this risk.

Resolved to:

Endorse the statement, The Co-operative Dairy Industry, as a Federation initiative on the development of dairy co-operatives and its key elements – canvassing one big co-operative, protection and development of the co-operative model, reaffirming the value of co-operative dairying for farmer-members, strengthening dairy co-operatives and overcoming historical barriers to co-operation such as personality conflicts, corporate struggles and weaknesses and investments in brands and clients.

A redrafted briefer statement would be developed by the Chairman, Executive Officer and Neil Black to be circulated as an open letter to dairy industry participants.

Approaches would be made to secure the signatures of dairy industry influentials.

Release the letter as soon as possible.

Federation Grants Scheme

Resolved to endorse the Victorian Federation Grants Scheme application, Co-operative Memories.

Correspondence

Resolved that the correspondence be noted.

Financial Reports

Resolved that the accounts for payment be approved.

Resolved that the financial statements as at 7 August 2000 be accepted.

Consumer Business Affairs Victoria (CBVA)

The EO said that a report would be forwarded to CBVA by 25 August 2000.

Director Training

It was noted that the Kit would be revised to incorporate an explanation of learning circles, clarify that it was not curriculum –based and incorporate case studies. It was also noted that there was a need to “liven-up” the Kit with graphics.

International Co-operative Alliance

John Luckman reported on his attendance at the First ICA Asia Pacific Co-operative Forum, 27-28 June 2000, Singapore.

It was suggested that John Luckman prepare a brief article for the next issue of the Victorian Co-operative News.

NEXT MEETING: 20 October 2000

Action List

Action	Who	What	By When
Co-op Director Training Program with Board	EO & Chairman	Finalisation of Kit.	
Co-operative Development Proposal	EO	Letter to Premier with copy of application and follow-up submission to NRE regarding agriculture-specific initiatives.	
Unpaid membership subscriptions follow-up	EO	Subscriptions received from Genetics Australia, Northern Herd Development and Carlton Rental Housing of	
Co-operation Awards	EO and Chairman	Create terms of reference for reviewing future of Co-operation Awards.	
Consumer Business Affairs Victoria Funding Existing and New	EO & Chairman	Report to be forwarded to CBAV by 25 August 2000	
EO workload increased hours	EO & Chairman	To be reviewed before end September 2000.	
CPS Ltd insurance with JLT	EO	Follow-up initiatives with JLT and CPS.	
Dairy co-operative paper	N.Black, Chairman and Executive Officer	Revision of first draft, liaison with potential signatories and release of open letter.	
Gray, Friend & Long	EO	Letter confirming trial relationship.	
Federation Grants Scheme	EO	Report on outcome when known.	

First ICA Asia-Pacific Co-operative Forum	John Luckman	Preparation of brief article for Victorian Co-operative News.	
Web Site	EO and Chairman	Finalisation of site and establishment of launch date.	
United Dairy Farmers Victoria	EO and Neil Black	Maintain liaison re co-operative option and contact UDV councillors(s).	
1999-2000 Membership Subscriptions	EO	Circulate with minutes updated list of members who had not paid 1999-2000 subscription and identifying any of these who had paid 2000-01 subscription.	
2000-01 Membership Subscription	EO	Circulate with minutes updated list of members who have paid 2000-01 membership subscription.	
Audit	EO	Arrange finalisation and distribution to board.	
AGM – Location, Future Directions Workshop, Rule Change and Notices.	EO, Rolf Wilkins & Chairman	Confirmation of venue, circulation of notice re directors, Special General Meeting with Rule change and AGM. Chris Greenwood to be advised that board is recommending his appointment as independent director. Audit to be circulated as soon as available with directors having option of requesting board	25 August 2000

		meeting	
Federation files – disk copy	Ron Stone	Seek clarification from Tony Gill re disk copies of files – in particular legislation information sheets and annual reports.	

2000/01 Member Subscriptions Paid as of 20 August 2000

Amalgamated Taxis Wodonga
 Architeam Co-operative Ltd.
 Avoca District Co-operative
 Co-operative Energy Ltd
 Green Valley Co-op. Ltd.
 Keysborough Freedom Club Co-op. Ltd.
 Macalister Research Farm Co-op. Ltd.
 Mt. Murrindal Co-op. Ltd.
 Northcote Rental Housing
 North East Telecommunications Co-operative
 North East Victorian Forest Growers
 Skills Net Assoc. Co-op Ltd
 SouthEast Housing Co-operative Ltd
 Southern Energy Co-operative Ltd
 Sunshine/St.Albans Rental Housing Co-op. Ltd.
 Urban Camp Co-operative
 Wathaurong Aboriginal Co-operative
 Central Sires Co-operative Ltd.
 Para Park Co-operative Game Reserve Ltd.